

**INFECTIOUS PREVENTION SOCIETY**  
**Charity Number 1120063**  
**(the “Society”)**

**Regulations of the Society**

**Adopted by the Trustees in accordance with Article 80 of the Articles of Association on 19<sup>th</sup> June 2020**

The governance of the Infection Prevention Society (IPS) will comprise an independent Board of Trustees responsible for governance and risk management functions and a Management Executive Group (MEG), responsible for leading and managing the business activity of the Society. The Honorary Officers will lead the MEG and are also Trustees (see figure 1). The President will report to the Chair of the Board of Trustees.

The *Articles of Association* are the governing document of the Society and are filed at both Companies House and the Charity Commission. They describe the objects, powers and rules that govern the Board of Trustees and management of the Society.

**Status of the Regulations**

For the avoidance of doubt, should these Regulations conflict with the Articles of Association of the Society, the Articles take precedence and the matter must be reviewed by the Board of Trustees.

**Figure 1: Governance structures of the Infection Prevention Society**

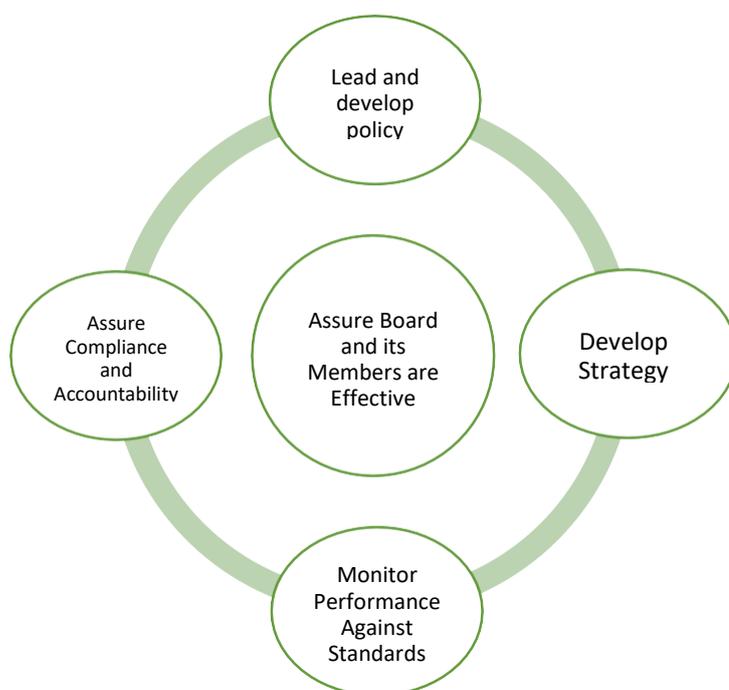


## Board of Trustees

The Board of Trustees will develop the strategic direction of the society, monitor performance and assure compliance and accountability (see Figure 1 and Table 1). It will oversee the good governance of the Society, ensuring that decisions are taken properly and the work of the charity is effective in furthering its purposes ensuring compliance with the regulations of the Companies Act 2006 and Charities Act of 2011. All Trustees are also Company Directors of IPS. The IPS President, as lead of the Management Executive Committee, will report to the board of Trustees.

### Figure 1: Role of the Board of Trustees

Source: Hospice UK 2013



**Table 1: Core role of the IPS Board of Trustees**

<b>1</b>	To establish, maintain and review vision, mission and values to assure charitable needs and obligations of IPS are met
<b>2</b>	Develop the strategic direction of IPS and review and approve annual and strategic plans
<b>3</b>	Assure systems are in place to support implementation of the overall IPS strategic plans
<b>4</b>	Monitor performance of the society against key indicators in strategic plans
<b>5</b>	Assure compliance with the law and accountability to members through the adoption and monitoring of appropriate policies
<b>6</b>	Maintain fiscal oversight by approving annual financial statement, budget monitoring and risk identification in the best interests of the Society
<b>7</b>	Assure the Board itself performs effectively, contains the people with the skills and experience it needs and provided for the recruitment, induction and development of new trustees

The Board of Trustees will meet a minimum of three times a year. The appointment of trustees will be the responsibility of a Board Nominations Committee drawn from the trustees, apart from the three executive officer who will be elected by the membership. The Board of Trustees comprises:

- 3 independent trustees with relevant knowledge and skills, appointed for a 3-year term, renewable for a further 3 years.

- 3 trustees drawn from members of IPS who have not held Honorary Officer position in previous 3 years). These trustees will be appointed to the Board for a 3-year term.
- The Honorary Officers (Hon. President, Hon. Treasurer and Hon. Secretary) (elected by the membership for a 2-year term)

The rules and powers of the Board of Trustees are described in the Articles of Association and Terms of Reference.

Trustees are required to declare potential conflict of interests in relation to other roles they may hold in IPS where these are relevant to an issue/topic under discussion by the Board.

## **Management Executive Group (MEG)**

The MEG is responsible for leading, implementing and managing the business activity of IPS in accordance with the strategic and business plans and on behalf of the Board of Trustees. Its activities are defined in the Terms of Reference. The MEG will be accountable to the Board of Trustees through the Honorary President who will report to the Chair of the Board of Trustees.

### **Membership of MEG**

The membership of the MEG comprises:

- Honorary President, Honorary Treasurer and Honorary Secretary, their deputies
- Business Group Leads (see Table 2)
- UK and Ireland Country Leads

The Honorary Officers and their deputies are appointed by membership vote every 2 years, the Business Group Leads are appointed by the MEG for a 2-year term, and the Country Leads are nominated by the Branches within their region for a 2-year term.

A code of conduct will be maintained which includes conflict of interests.

### **Remuneration**

Remuneration of members of the MEG (other than the Honorary Officers who are Trustees of IPS) may be considered and approved by the Board of Trustees.

Remuneration for eligible executive group members of up to £500 will be considered by a remuneration committee of the Board of Trustees but will not be automatically awarded and will be reviewed annually. The President, Hon. Treasurer and Hon. Secretary will not be part of the remuneration committee.

Honorary Officers are required to commit a substantial amount of time to perform their roles for the society and this may impinge on the time devoted to their usual employment. In recognition of this commitment, remuneration may be made to the employers of the Honorary President of up to £12000 per annum, Honorary Treasurer of up to £2000/annum and Honorary Secretary of up to £2000/annum. The Board of Trustees will consider and approve such remuneration on an annual basis and they must be satisfied that the payment provides a clear and significant advantage to the charity.

Hon. Officers and members of the MEG will have the opportunity to take up a free place at conference and will be eligible to apply for IT equipment to enable them to fulfil their role.

### **Objectives of the MEG**

The MEG is established with the following objectives:

1. To develop the operating business plan based on the strategic plan and annual budget for approval by the Board of Trustees

2. To implement the vision, mission and strategic objectives of the society in accordance with the business plans and budgets
3. To monitor performance against the strategic plans, business plans, budgets & operational activity
4. To direct the efficient and effective management of IPS operations
5. Day to day management of governance and risk
6. Report to the Board of Trustees

### **Areas of Responsibility**

The key areas of responsibility for the MEG include:

- Appointment of Business Group Leads
- Membership – maintaining and reviewing categories of membership
- Oversight of annual and other conferences
- IPS website – development and maintenance
- Journal of Infection Prevention - oversight
- Member services e.g. Competences, Credentialing, educational resources
- Collaborative partnerships e.g. DRIPP, One Together
- Branches and SIGs – review strategic and business plans
- Standard Operating Procedures
- Member communications

### **MEG Meetings**

- The meeting schedule will be determined by the MEG but will be not less than 3 meetings per year (see Table 2).
- The MEG will be chaired by the President (or VP in their absence).
- The MEG has the ability to form sub-groups and/or task and finish groups.
- Decisions will be made by simple majority with the chair having a casting vote.
- The MEG will plan what is required to achieve the objectives in the Strategic Plans and delegate to the relevant sub-groups and/or task and finish groups.
- Reports to the MEG by Business Group leads and other members will be made using a standard report form detailing objectives, costs, timeline and risks.
- The MEG will report to the Board of Trustees through the Honorary Officers

**Table 2: Schedule of meetings for Management Executive Group**

<b>Month</b>	<b>Focus of meeting</b>
February/March	Business meeting & finalise activity for next financial year (MEG & CC)
June	Business meeting and strategic planning (MEG)
September	Business meeting – strategic review (MEG & CC)
November	Business meeting, budget and operational business plan development (MEG)

### **Managing urgent business between Board of Trustee meetings**

Matters that arise between Board meetings, which demand urgent attention and if time permitted would have been considered by the full Board of Trustees, are dealt with in the following manner:

The President or his/her nominated deputy will in the first instance bring the issue to the attention of the Chairman of Trustees. Between them they must decide on one of the following courses of action:

- take an instant decision and act upon it forthwith.
- convene an extraordinary meeting with as many Trustees as possible

- consult Trustees members by email or conference call, and other advisors if deemed necessary.
- take no action until the next Board meeting when it can be fully discussed by all Trustees.

Whichever course of action is agreed upon, a written report of the issue and all actions taken shall be presented to the next Board meeting for ratification.

### **Business Groups (Standing committees)**

These will be identified by the MEG as required to further the objectives of the Society. The current Business Groups are shown in Table 3.

Membership of the Business Groups will be in accordance with terms of reference set by the MEG and approved by the Board of Trustees.

The Lead for each Business Group will usually have served as a member of that committee, will be appointed by and attend the Management Executive Group.

**Table 3: IPS Business Groups (Standing Committees)**

<b>Name of Group</b>	<b>Function</b>
Scientific Programme Committee (SPC)	Develop the scientific and educational programme for the annual IPS Conference
Education & Professional Development Committee (EPDC)	Develop, implement and evaluate education and professional development opportunities for members
Editorial Management Group (EMG)	Work with the Publisher to manage and develop the Journal of Infection Prevention
Research & Development (R&D)	Support and contribute to the generation and dissemination of knowledge from research in IPC
Corporate Affairs Group	Develop and support partnerships with our commercial members
International Engagement Committee	Engage and work with IPC practitioners and societies internationally

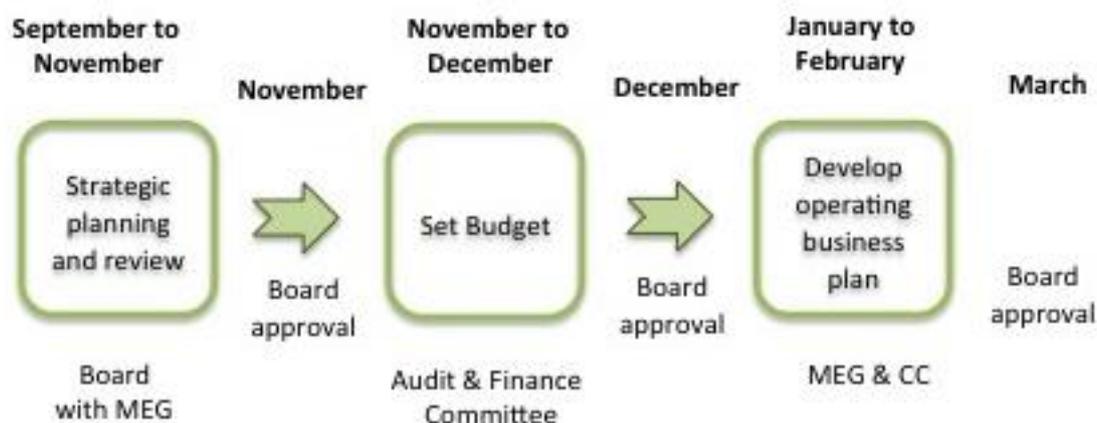
### **Business planning Cycle**

The business year will run from 1st April to 31<sup>st</sup> March. Business planning occurs every 12 months commencing in September (see Figure 2).

Between September and November, a strategic planning review will be undertaken by the Board informed by the MEG with the aim of a rolling 5-year view for the direction of the Society. This strategic plan will be signed off by the Board in November. The Audit & Finance Committee then sets the budget in December and seeks approval from Board.

The MEG and CC develop the operating business plan based on this strategic plan and annual budget for approval by the Board in February. This will describe the activities required to meet operational goals including key deliverables. These are then submitted to the Board of Trustees for approval.

**Figure 2: Business planning process**



Business Groups, Branches and Special Interest Groups (SIG) leads will develop their activity plans in line with the operational business plan.

Any spending outside the agreed business plan by any of the MEG, Business Groups, Branches or Special Interest Groups (SIG) must have Trustee sign off.

### **IPS Branches and Special Interest Groups**

The Society will organise Branches for furtherance of common activities of the Society and to provide a supportive local network for members.

Special Interest Groups (SIGs) are communities of purpose with an interest in advancing knowledge and learning around a specific area of infection prevention and control in addition to providing a supportive network for members (see Table 4).

Members of the Society are entitled to join whichever Branch and SIG they wish, this not being dependent on place of employment or residence.

The purpose of a Branch and SIG is to:

- facilitate Branch/SIG educational activity
- facilitate Branch/SIG membership activity
- facilitate networking among members
- report to the MEG
- ensure effective communication between the MEG, CC, Board of Trustees and members

No Branch or SIG may carry on any activity or omit to take any act required of it by the Board of Trustees that may conflict with the Objects, the Rules, or any decision made by the MEG and Board of Trustees.

The MEG shall determine the terms of reference and functions of each Branch and SIG. Each Branch and SIG shall adopt a constitution as required by the MEG.

The Branch/SIG members will elect a Management Team in accordance with such constitution. Each Branch/SIG will select members who will take on other roles as required by the Society from time to time. Role profiles and TOR will be in place for all officer roles. Such persons shall link to the relevant Business Groups in accordance with those groups' terms of reference.

The Management Team of each Branch shall comprise of three main officers and their deputies and for each SIG will comprise two officers. The Management Team officers will be elected by the members

registered with the Branch/SIG and serve a term of office consistent with national officers. Each Management Team will:

- act in accordance with the Articles of Association and the regulations of the society
- agree a business plan including financial forecast with the MEG and Board of Trustees and operate within the parameters of such financial forecast, in particular to maintain the day to day running of the Branch/SIG.
- fundraise for the Branch/SIG activities utilising the charity registration of the Society but all funds raised or property acquired with such funds shall belong to the Society and shall be paid into designated bank accounts immediately following receipt
- keep, and submit to the Honorary Secretary on demand, annual accounts together with such other information as the Board may require in writing
- be responsible, for the accounting of Branch/SIG funds to the Society which must be used for the benefit of the Branch/SIG.
- hold all assets acquired by the Branch/SIG on trust for the Society, and
- not secede or attempt to secede from the Society.

All acts and proceedings of Branches/SIGs shall be reported to the MEG in accordance with the required reporting requirements.

Branch officers and SIG leads may be eligible for remuneration of up to £250 per annum OR a conference place, subject to the annual budget and approval by the Board of Trustees.

#### **Table 4: IPS Special Interest Groups**

1. Ambulance SIG
2. Audit and Surveillance SIG
3. Care Home SIG
4. IV SIG
5. Mental Health and Learning Disabilities SIG
6. Paediatric SIG

#### **Consultative Committee**

The *Consultative Committee* comprises the leads of each IPS Branch and Special Interest Group and the Honorary Officers.

The committee will meet twice a year to discuss strategic and business plans of the Society. The Honorary President will normally chair the meeting but in his/her absence or if the Consultative Committee decides otherwise those present shall elect one of their number to take the chair.

The Consultative Committee (CC) provides a forum for members to raise and discuss issues that affect infection prevention and control and their participation in the Society and to ensure that the Honorary Officers are aware of such issues.

The Consultative Committee provide a forum for dissemination of information and reports between the MEG, Board of Trustees and CC on policies and procedures and activities. Any proposal arising from discussion at the meeting of the Consultative Committee shall be referred to the next meeting of the MEG.

#### **Audit & Finance Committee (AFC)**

This group will be responsible for scrutinising and making recommendations concerning the financial management of IPS.

The AFC will comprise two trustees, one of whom must have finance expertise, Honorary Treasurer, deputy treasurer and Scientific Programme Committee lead.

The AFC will set the annual budget, report to the Board of Trustees on risk, internal control and financial governance. It will meet as required to perform these functions.

## IPS membership

Changes to membership categories will be considered at the discretion of the MEG. There shall be 8 classes of membership (Table 5).

### Patron, honorary officers and elections

Patrons of the IPS provide mentorship to the MEG and Board of Trustees, advise on external influences and promote openness and transparency. There is no limit to the number of Patrons appointed. Patrons shall be nominated by any individual member or group of the Society and appointed upon approval by the MEG and Board of Trustees. Each patron will be appointed for a term of office as defined in the standard operating procedure for appointment of Patrons.

**Table 5: Classes of membership of the Infection prevention Society**

Type of member	Open to:
Full	individuals employed in health or social care with a demonstrable interest in the field of infection prevention and control
Associate	individuals who are not eligible to be Full members
Honorary	individuals who have made a considerable contribution to the advancement of the Society
Corporate	commercial organisations concerned with or having an interest in infection control and prevention
Institutional	an accredited academic institution providing health and social care training; a registered voluntary aid society or charity which provides aspects of health or social care; a State healthcare provider; independent commercial organisations that provide health or social care
Retired	individuals who fulfill the criteria for Full or Associate member but have retired from employment.
Special Access	individuals who are resident in a resource limited country as defined by the Infection Prevention Society
Pre-Registration Student	Students training to become Registered practitioners

Only Full and Honorary members of the Society shall be eligible to serve as Honorary Officers.

### Process for development, approval and review of ToR and SOPs

Terms of Reference (TOR) and Standard Operating Procedures (SOPs) required will be determined by the MEG. It is the responsibility of the Hon. Secretary and Deputy Secretary to draft any new TOR and/or SOPs with input from others when required. Members of the MEG will be given the opportunity to comment on new draft SOPs and TOR ahead of being asked to sign-off approval either by Doodle Poll or

as part of a MEG meeting. Where a SOP or TOR are approved by Doodle Poll, sign-off will be minuted at the next MEG meeting held.

It is the responsibility of the Hon. Secretary and Deputy Secretary to ensure each TOR and SOP are reviewed by the agreed date. The review process for the review of TOR and SOPs is the same as that for drafting a new TOR and SOP.

### **Terms of Reference for Business Groups**

Board of Trustees – OD2186

Management Executive Group – OD2187

Audit & Finance Committee – OD2188

Corporate Affairs Group TOR – OD2154

Editorial Management Group TOR – OD266

Education & Professional Development Committee TOR – OD261

International Engagement Committee TOR – OD2164

Research & Development Committee TOR – OD298

Scientific Programme Committee TOR – OD260

### **Standard Operating Procedures**

IPS Expenses SOP – OD243

IPS Declaration of Interest SOP – OD2140

IPS Trustee Declaration SOP – OD263

Principles for Procurement Contracting Services SOP – OD2147

Use and disposal of IPS equipment SOP – OD265

## Updates made to IPS regulations Version 1.4

Date	Section	Amendment	Author
7 <sup>th</sup> March 2022	Page 3, Board of Trustees	Trustees are required to declare potential conflict of interests in relation to other roles they may hold in IPS where these are relevant to an issue/topic under discussion by the Board.	Jennie Wilson following required by BoT